



The Greenbrier Companies, Inc.

One Centerpointe Drive Suite 200
Lake Oswego Oregon 97035
503 684 7000 Fax 503 684 7553

RECORDATION NO. 20886A FILED

May 16, 2007

MAY 18 '07

3-23 PM

SURFACE TRANSPORTATION BOARD

MAY 18 2007
FBI - OREGON

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W., Room 704
Washington, D.C. 20006

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 are three (3) fully executed and acknowledged originals and two (2) photocopies of a Notice of Termination effective as of January 1, 2007, a secondary document as defined in the Commission's Rules for the Recordation of Documents, 49 C.F.R. Section 1177.

This documents relates to the Memorandum of Loading Agreement dated as of February 1, 1996 which was filed and recorded on September 25, 1997 at 11:51 a.m. and assigned Recordation Number 20886.

The names and addresses of the parties to the enclosed document are:

Lessor: Greenbrier Leasing Company LLC
formerly, Greenbrier Leasing Corporation
One Centerpointe Drive, Suite 200
Lake Oswego, OR 97035

Lessor: Wheeling & Lake Erie Railway Company
100 East First Street
Brewster, OH 44613

A description of the railroad equipment covered by the enclosed document is:

One hundred twenty-nine (129) used 89-foot, TOFC flatcars marked and numbered WE 7001 through WE 7038, inclusive; WE 7055 through WE 7077, inclusive; WE 7082 through WE 7123, inclusive; and WE 7125 through WE 7150, inclusive under Rider No. 1 dated as of February 1, 1996; and

Fifty (50) used 89-foot, TOFC/COFC flatcars marked and numbered WE 8001 through WE 8050, inclusive under Rider No. 2 dated as of March 1, 1997.

Mr. Vernon A. Williams

May 16, 2007

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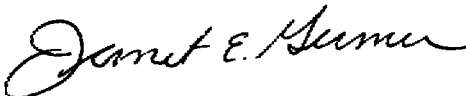
Also enclosed is a payment of \$35 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return two file-stamped originals and one file-stamped copy of the enclosed document to the undersigned. A short summary of the enclosed primary document to appear in the Board's Index is:

Notice of Termination effective as of January 1, 2007, for Memorandum of Loading Agreement dated February 1, 1996, between Greenbrier Leasing Company LLC and Wheeling & Lake Erie Railway Company, Lessee.

If you have any questions, please do not hesitate to call.

Sincerely,

A handwritten signature in cursive script, appearing to read "Janet E. Germer".

Janet E. Germer
Executive Assistant

jeg
Enclosure

cc: Robert W. Alvord, Esq.

MAY 18 '07

3-23 PM

NOTICE OF TERMINATION

SURFACE TRANSPORTATION BOARD

This Notice of Termination is effective as of January 1, 2007.

RECITALS:

- A. Pursuant to the Loading Agreement dated February 1, 1996 between Greenbrier Leasing Company LLC, formerly known as Greenbrier Leasing Corporation, ("Lessor") and Wheeling & Lake Erie Railway Company ("Lessee"), Lessor leased under Rider No. 1 dated as of February 1, 1996 one hundred twenty-nine (129) used 89-foot TOFC flatcars marked and numbered WE 7001 through WE 7038, inclusive; WE 7055 through WE 7077, inclusive; WE 7082 through WE 7123, inclusive; and WE 7125 through WE 7150, inclusive (the "Cars") to Lessee; and
- Pursuant to the Loading Agreement dated February 1, 1996 between Greenbrier Leasing Company LLC, formerly known as Greenbrier Leasing Corporation, ("Lessor") and Wheeling & Lake Erie Railway Company ("Lessee"), Lessor leased under Rider No. 2 dated as of March 1, 1997 fifty (50) used 89-foot TOFC/COFC flatcars marked and numbered WE 8001 through WE 8050, inclusive (the "Cars") to Lessee.
- Lessor and Lessee executed a Memorandum of Loading Agreement dated February 20, 1996 (the "Memorandum") reflecting the lease of the Cars from Lessor by Lessee.
- B. The Memorandum of Loading Agreement was filed for record in the office of the Surface Transportation Board, in Washington, D.C. as follows:

<u>Date</u>	<u>Time</u>	<u>Recordation Number</u>
September 25, 1997	11:51 a.m.	20886

- C. Lessor wishes to reflect the fact that the lease has expired by its terms and the Cars have been returned to Lessor.

NOW THEREFORE,

Lessor, with this Notice of Termination certifies that the lease has expired for all Cars described above.

IN WITNESS WHEREOF, Lessor has executed this Notice of Termination effective as of the date first above written.

GREENBRIER LEASING COMPANY LLC

By: [Signature]

Title: VP

STATE OF OREGON)
) ss.
County of Clackamas)

On this 15th day of May, 2007, before me personally appeared Harry H Brady,
to me personally known, who being by me duly sworn, says that he is the Vice President of Greenbrier
Leasing Company LLC and that the foregoing instrument was signed on behalf of said company, and he
acknowledged that the execution of the said instrument was his free act and deed.

Janet E. Gerner
Notary Public for Oregon
My commission expires 5/28/2010

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